

Hearing Date and Time: April 30, 2008 at 10:00 a.m.
Objection Deadline: April 28, 2008 at 4:00 p.m.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
	:	(Jointly Administered)
Debtors.	:	
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NOTICE OF FILING OF GM AGREEMENT RELATING TO
SECOND DIP EXTENSION MOTION (DOCKET NO. 13409)

1. On April 15, 2008, the Debtors filed the Expedited Motion For Order (I) Supplementing January 5, 2007 Dip Order (Docket No. 6461) And November 16, 2007 DIP Extension Order (Docket No. 10854) And Authorizing Debtors To (A) Extend Maturity Date Of DIP Facility, (B) Enter Into Related Documents, And (C) Pay Fees In Connection Therewith, And (II) Authorizing Debtors To Enter Into An Arrangement With General Motors Corporation Or An Affiliate (Docket No. 13409) (the "Motion").¹

2. In the Motion, the Debtors are seeking approval to enter into an arrangement with GM and/or a GM affiliate (the "GM Agreement"). Under the terms of the GM Agreement, and in connection with the MRA and GSA, GM will agree to make advances to Delphi, on a net basis, in anticipation of the effectiveness of the MRA and GSA.

3. As noted in the Motion, the final terms of the GM Agreement were subject to negotiation between GM and the Debtors. The current form of the GM Agreement, which remains subject to finalization and execution, between GM and Delphi is attached hereto as Exhibit A.

¹ Capitalized terms used but not defined herein have the meanings ascribed to them in the Motion.

Dated: New York, New York
April 24, 2008

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